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Attorneys for the Underwriter Defendants

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re OSG SECURITIES LITIGATION : X Master File No. 1:12-cv-7948-SAS

: ECF Case

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**NOTICE OF MOTION TO DISMISS
CONSOLIDATED AMENDED COMPLAINT**

PLEASE TAKE NOTICE that defendants Citigroup Global Markets Inc., Deutsche Bank Securities Inc., DNB Markets, Inc. (f/k/a DnB NOR Markets, Inc.), Goldman, Sachs & Co., HSBC Securities (USA) Inc., ING Financial Markets LLC, and Morgan Stanley & Co. LLC (f/k/a Morgan Stanley & Co. Incorporated) (collectively, the "Underwriter Defendants"), by and through their undersigned counsel, hereby move before the Honorable Shira A. Scheindlin, United States District Judge, at the Daniel Patrick Moynihan United States Courthouse, 500 Pearl Street, New York, New York 10007, for an Order dismissing the Consolidated Amended

Complaint dated March 12, 2013 with prejudice pursuant to Federal Rule of Civil Procedure 12(b)(6).

This motion is based upon this notice of motion; the Underwriter Defendants' accompanying memorandum of law in support of their motion to dismiss and forthcoming reply memorandum in further support of the motion; the supporting declaration of Adam S. Hakki and the exhibits attached thereto; all other pleadings, proceedings, or other material on file in this action; such matters and facts of which the Court may take judicial notice; and any arguments of counsel herein.

Dated: New York, New York
April 19, 2013

SHEARMAN & STERLING LLP

By: /s/ Stuart J. Baskin
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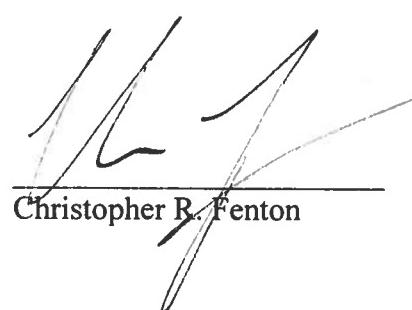
CERTIFICATE OF SERVICE

I, Christopher R. Fenton, hereby certify that on April 19, 2013 I caused a true and correct copy of the foregoing to be served by electronic case filing upon all counsel of record registered to receive electronic notice.

I also certify that on April 19, 2013, pursuant to Section 9.2 of the Electronic Case Filing Rules & Instructions of the United States District Court for the Southern District of New York, I mailed via the U.S. Postal Service a true and correct copy of the foregoing to counsel for the Irving Firemen's Relief and Retirement Fund as counsel does not receive electronic notice in this matter.

Dated: New York, New York
April 19, 2013

By:



Christopher R. Fenton

A handwritten signature in black ink, appearing to read "CRF", is written over a horizontal line. Below the line, the name "Christopher R. Fenton" is printed in a smaller, sans-serif font.